

NO ORDER REQUIRED

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
W.R. GRACE & CO.,) Case No. 01-01139 (JKF)
) (Jointly Administered)
Debtors.)
)

**CERTIFICATE OF NO OBJECTION
REGARDING FEE APPLICATION (DOCKET NO. 19809)**

The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the **Summary of Application of Holme Roberts & Owen, LLP for Compensation and Reimbursement of Expenses as Special Counsel to W.R. Grace & Co., et al., for the Interim Period from January 1, 2008 through January 31, 2008** (the “Application”) filed on October 20, 2008.

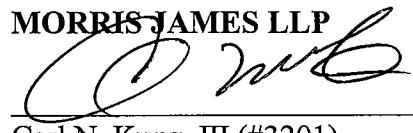
The undersigned further certifies that he has reviewed the Court’s docket in this case and no answer, objection or other responsive pleading to the Application appears thereon. Pursuant to the Summary of Application, objections to the Application were to be filed and served no later than November 10, 2008 at 4:00 p.m.

Pursuant to the Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and Official Committee Members (the “Order”) dated April 17, 2002, the Debtors are hereby authorized to immediately pay reimbursement of expenses in the amount of \$128.00 (80% of the requested fee compensation of \$160.00) and reimbursement of expenses in the

amount of \$690.37 (which represents 100% of the expenses requested in the Application) without further order from the court.

Dated: November 18, 2008

MORRIS JAMES LLP


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